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**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
OAKLAND DIVISION**

**IN RE STATIC RANDOM ACCESS  
MEMORY (SRAM) ANTITRUST  
LITIGATION**

) Master File No. 4:07-md-01819-CW

) MDL No. 1819

\_\_\_\_\_  
**This Document Relates to:**

**ALL DIRECT PURCHASER  
ACTIONS**

) **[PROPOSED] ORDER GRANTING  
PRELIMINARY APPROVAL OF  
SETTLEMENTS WITH SAMSUNG AND  
CYPRESS AND PLAN OF ALLOCATION,  
AND ISSUANCE OF CLASS NOTICE**

)  
Judge: Hon. Claudia Wilken, Courtroom 2

1 The Court, having reviewed each of the settlement agreements (the “Settlements”)  
 2 entered into between Plaintiff, on behalf of itself and the Class, with each of the following  
 3 Defendants, as well as the proposed plan of allocation related to those settlements:

4 (a) Cypress Semiconductor Corporation (“Cypress”); and

5 (b) Samsung Electronics Company, Ltd. and Samsung Semiconductor, Inc. (collectively  
 6 “Samsung”)

7 (collectively the “Settling Defendants”);

8 having also reviewed the motion in support of preliminary approval of the Settlements and the  
 9 supporting memorandum of law; and, having also reviewed the proposed notice to potential class  
 10 members regarding the Settlements, the related plan of allocation, and the request for attorney’s  
 11 fees, reimbursement of expenses and an incentive award, hereby ORDERS that:

12 1. For purposes of this Order, except as otherwise indicated herein, the Court adopts  
 13 and incorporates the definitions contained in each of the Settlements.

14 2. The Class to be covered by each of the Settlements is that which is described in  
 15 the Consolidated Amended Complaint (filed August 31, 2007) and subsequently certified (on  
 16 September 29, 2008) as follows:

17 All persons and entities who, during the period November 1, 1996 through  
 18 December 31, 2005, purchased SRAM in the United States directly from  
 19 Defendants or any subsidiaries or affiliates thereof. Excluded from the Class are  
 defendants, their parent companies, subsidiaries and affiliates, any  
 co-conspirators, and all government entities.<sup>1/</sup>

20 3. The Court finds that each of the Settlements agreed to by the parties (as set forth  
 21 in the Settlements) falls within the range of possible approval to justify sending and publishing  
 22 notice of the Settlements to Class members and scheduling final approval proceedings.

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 26 <sup>1</sup>As reflected in the Court’s orders (and the Notice of Class Action sent to Class members), the  
 27 definition of SRAM includes “Pseudo-SRAM” or “PSRAM” (*see* September 29, 2008 Order  
 28 Finding PSRAM Within the Scope of Plaintiffs’ Claims) and excludes “custom SRAM” as  
 defined by the Court (*see* September 29, 2008 Order Granting Plaintiffs’ Motion for Class  
 Certification; *see also* December 19, 2008 Order Defining Custom SRAM).

1           4.       The Court hereby preliminarily approves each of the Settlements, as well as the  
2 proposed plan of allocation, subject to a hearing of final approval (the “Final Approval  
3 Hearing”).

4           5.       The Court will hold the Final Approval Hearing pursuant to Federal Rule of Civil  
5 Procedure (“FRCP”) 23(e) on June 30, 2011 at 2:00 pm. The Final Approval Hearing will be  
6 held to determine the following:

- 7           (a)       Whether each of the proposed Settlements, as well as the related proposed plan of  
8 allocation, is fair, reasonable and adequate and should be granted final approval  
9 by the Court pursuant to FRCP 23(e);  
10          (b)       Whether final judgments should be entered dismissing the claims of the  
11 Class against the Settling Defendants with prejudice as required by each of the  
12 Settlements; and,  
13          (c)       Such other matters as the Court may deem appropriate.

14 Further, on that same date, the Court will hold a hearing pursuant to FRCP 23(h)(1) and 54(d)(2)  
15 on the request for attorney’s fees, reimbursement of expenses, and an incentive award to  
16 determine the following:

- 17          (a)       Whether the requested attorney’s fees are fair and reasonable in light of Class  
18 Counsel’s efforts in creating the total settlement fund in this action;  
19          (b)       Whether the requested reimbursement of expenses were reasonably and  
20 necessarily incurred in connection with the prosecution of this action, as well as  
21 whether the anticipated expenses related to the administration of the settlement  
22 fund in this action are similarly reasonable and necessary;  
23          (c)       Whether the requested incentive award for the class representative for its efforts  
24 in obtaining relief for the Class is warranted; and  
25          (d)       Such other matters as the Court may deem appropriate.

26           6.       By April 4, 2011, notice substantially in the form attached hereto as Exhibit A  
27 (“Mailed Notice”) shall be sent by a notice administrator via first class U. S. mail, postage  
28 prepaid, to all potential members of the Class at the addresses previously identified in the records

provided to Class Counsel by the Defendants in connection with Class Counsel providing class notice of the Court's order certifying the Class (which addresses have been updated by the notice administrator, including through the use of address tracing services), as well as at the addresses provided by potential Class members directly to Class Counsel. By April 4, 2011, notice substantially in the form of Exhibit B hereto ("Summary Notice") shall be published in the national edition of the Wall Street Journal, and the Summary Notice (or an email that substantially conforms to the Summary Notice) shall be emailed to those potential Class members for whom the Defendants have provided Class Counsel with an email address in connection with Class Counsel providing class notice of the Court's order certifying the Class. Class Counsel shall also cause a copy of both the Mailed Notice and the Summary Notice and the Settlements to be posted on the Internet at a readily accessible website (currently [www.sramcase.com](http://www.sramcase.com)), and as indicated in the Mailed Notice and the Summary Notice other relevant case documents, such as the attorney's fees motion, should be accessible at that website.

7. The Court finds that this manner of giving notice fully satisfies the requirements of FRCP 23 and due process, including the "best notice that is practicable under the circumstances"-standard of FRCP 23(c)(2)(B), the "notice in a reasonable manner"-standard of FRCP 23(e)(1), and the "directed to class members in a reasonable manner"-standard of FRCP 23(h)(1), and shall constitute due and sufficient notice to all persons entitled thereto.

8. Class Counsel shall file proof of compliance with paragraph 6 of this Order; such proof of compliance shall be filed no later than the date set in paragraph 10 of this Order for filing briefs in support of final approval of the Settlements.

9. As provided in the Mailed Notice and the Summary Notice, each Class member shall have the right to object to (i) the Settlements or the plan of allocation (ii) the request for attorney's fees, reimbursement of expenses, or an incentive award, by filing written objections with the Court no later than June 9, 2011, copies of which shall be served on all counsel listed in the Mailed Notice by that same date. Failure to timely file and serve written objections will preclude a Class member from objecting at (i) the Final Approval Hearing, (ii) the hearing on the request for attorney's fees, reimbursement of expenses and an incentive award.


10. All briefs, memoranda, and supporting papers in support of final approval of the Settlements and the related plan of allocation shall be filed no later than June 23, 2011 (this brief should include responses to objections, if any, to the Settlements or plan of allocation). Further, all briefs, memoranda, and supporting papers in response to objections, if any, to the request for attorney's fees, reimbursement of expenses, or an incentive award shall be filed no later than that same date.

11. All further class proceedings as to the Settling Defendants are hereby stayed except for any actions required to effectuate the Settlements.

12. The Court retains exclusive jurisdiction over this action to consider all further matters arising out of or connected with the Settlements.

**IT IS SO ORDERED.**

Date: 3/28/2011

  
HONORABLE CLAUDIA WILKEN  
UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
OAKLAND DIVISION

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